Form D



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1 270466 Page 1 of 10

SEC 1972 Potential persons who are to respond to the collection of information contained in this (6-02) form are not required to respond unless the form displays a currently valid OMB control number.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

O)	MB APPROVAL
OMB	Number: 3235-0076
Expire	es: May 31, 2005
Estim	ated average burden
hours	per response1

SEC USE ONLY										
Prefix	Serial									
DAT	DATÉ RECEIVED									

Name of Offering ([] check if this is an amendment and name has changed, and indicate change.)

Offering of Limited Liability Company Membership Units

Filing Under (Check box(es) that apply):

[] Rule 504 [x] Rule 505 [] Rule 506 [] Section 4(6) [] ULOE

Type of Filing: [x] New Filing [.] Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer ([] check if this is an amendment and name has changed, and indiciate change.)

Delta Dynamics, LLC

Address of Executive Offices (Including Area Code)

(Number and Street, City, State, Zip Code)

Telephone Number

1420 18th Street, Denver, CO 80202

Telephone: 303-298-7241

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)

(if different from Executive Offices)

Brief Description of Business

Development and manufacture of steam-driven turbines for electrical power generation.



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Type of Business Organization	an.				
[] corporation	[] limited partnership, a	Iready forme	ed .	&] other (ple	ease specify):
[] business trust	[] limited partnership, to		limit	ted liab	ility_company
		Month	Year		
	ncorporation or Organization: or Organization: (Enter two-let CN for Canada; F	ter U.S. Pos		ice abbreviation	[] Estimated on for State: [C] [O]

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

- Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and

Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[x] Executive Officer	[] Director [] General and/o Managing Partner
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William P. Jancosko	, Chief Financial Officer		
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Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
Accredited Investors	Number Investors	Aggregate Dollar Amount of Purchases \$ 250,000
Non-accredited Investors	***************************************	\$
		\$
Total (for filings under Rule 504 only)		
Answer also in Appendix, Column 4, If filing under ULOE.		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.		
	Type of Security	Dollar Amount
Type of offering	LLC Units	Sold § 250,000
Rule 505	ELO Office	\$ 230,000
Regulation A		\$ \$
Total		\$ 250,000
l Otal	· · · · · · · · · · · · · · · · · · ·	\$ 230,000
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
Transfer Agent's Fees]\$
Printing and Engraving Costs)\$ <u>1000</u>
Legal Fees)\$ <u>500</u>
Accounting Fees]\$_500
Engineering Fees]\$
Sales Commissions (specify finders' fees separately)]\$
Other Expenses (identify)]\$
Total		\$ 2000
1 View management and the second seco		, w
b. Enter the difference between the aggregate offering price given in resp Question 1 and total expenses furnished in response to Part C - Question difference is the "adjusted gross proceeds to the issuer."		\$ 248,000
5. Indicate below the amount of the adjusted gross proceeds to the issue proposed to be used for each of the purposes shown. If the amount for an purpose is not known, furnish an estimate and check the box to the left of estimate. The total of the payments listed must equal the adjusted gross to the issuer set forth in response to Part C - Question 4.b above.	the	

	Payments to Officers, Payments Directors, & To Affiliates Others
Salaries and fees	[] [x] [x] [x] [x] [x] [x] [x] [x] [x] [
Purchase of real estate	[] \$ \$
Purchase, rental or leasing and installation of machinery and equipment	[]
Construction or leasing of plant buildings and facilities	[] [X] \$ 8,000
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	[] [] \$\$
Repayment of indebtedness	[] [* 26,000
Working capital	[] (k) [] (s) (k) (k)
Other (specify):	[] [] \$
	[] [] [] []
Column Totals	[] kl s 248,000
Total Payments Listed (column totals added)	[]\$ 248,000
	and the second s
D. FEDERAL SIGNATURE	in the second discourse and the second secon
The issuer has duly caused this notice to be signed by the undersigned diled under Rule 505, the following signature constitutes an undertaking becurities and Exchange Commission, upon written request of its staff, the	y the issuer to furnish to the U.S.
The issuer has duly caused this notice to be signed by the undersigned diffed under Rule 505, the following signature constitutes an undertaking becurities and Exchange Commission, upon written request of its staff, the any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.	y the issuer to furnish to the U.S.
The issuer has duly caused this notice to be signed by the undersigned diffed under Rule 505, the following signature constitutes an undertaking be Securities and Exchange Commission, upon written request of its staff, than y non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Delta Dynamics, LLC	y the issuer to furnish to the U.S. the information furnished by the issuer Date ///5/23
The issuer has duly caused this notice to be signed by the undersigned diffed under Rule 505, the following signature constitutes an undertaking be Securities and Exchange Commission, upon written request of its staff, than y non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Delta Dynamics, LLC Name of Signer (Print or Type) Title of Signer (Print or Type)	y the issuer to furnish to the U.S. the information furnished by the issuer Date ///5/23
The issuer has duly caused this notice to be signed by the undersigned diffed under Rule 505, the following signature constitutes an undertaking be Securities and Exchange Commission, upon written request of its staff, the any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Delta Dynamics, LLC Name of Signer (Print or Type) Title of Signer (Print or Type)	y the issuer to furnish to the U.S. he information furnished by the issuer Date ///5/23 Vint or Type)
The issuer has duly caused this notice to be signed by the undersigned diffed under Rule 505, the following signature constitutes an undertaking be Securities and Exchange Commission, upon written request of its staff, the any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Delta Dynamics, LLC Name of Signer (Print or Type) Title of Signer (Print or Type)	y the issuer to furnish to the U.S. the information furnished by the issuer Date ///5/23 Wint or Type) Siden +

Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes No
See Appendix, Column 5, for state response.	

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature Date
Delta Dynamics, LLC	Jul Jul 1/5/03
Name of Signer (Print or Type)	Title (Print or Type)
Sevier Bonnie	Vicefresident

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	2		3		4				
	Intend to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)			ar	Disqualit under Stal (if yes, a explana waiver g (Part E-	te ULOE attach ition of ranted)			
State	Yes	No		Number of Accredited Investors	1 1	Number of Non-Accredited Investors	Amount	Yes	No
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Form D	Page 10 of 10

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